

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

In re: ) Chapter 11  
)  
W.R. GRACE & CO., *et al.*,<sup>1</sup> ) Case No. 01-01139 (JKF)  
) (Jointly Administered)  
)  
Debtors ) Objection Deadline: May 3, 2004 at 4:00 p.m.  
Hearing Date: TBD only if necessary

**SUMMARY APPLICATION OF WOODCOCK WASHBURN FOR  
COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES  
AS SPECIAL LITIGATION COUNSEL TO W.R. GRACE & CO., ET AL., FOR THE  
MONTHLY INTERIM PERIOD OF FEBRUARY 1, THROUGH FEBRUARY 29, 2004,  
FOR THE QUARTERLY FEE PERIOD OF JANUARY - MARCH 2004**

Name of Applicant: **Woodcock Washburn LLP**

Authorized to Provide Professional Services to: **W. R. Grace & Co., et al., Debtors  
and Debtors-in-Possession**

Date of Retention: **Retention Order entered January  
22, 2003**

Period for which compensation and  
reimbursement is sought **February 1, 2004, through  
February 29, 2004**

Amount of Compensation sought as actual,  
reasonable and necessary: **\$ 66,216.00**

Amount of Expense Reimbursement sought as  
actual, reasonable and necessary: **\$ 16,476.09**

<sup>1</sup> The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-g II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc., Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing System, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Applicant Woodcock Washburn LLP submits this application for fees and expenses for the month of February 2004. This is the fourteenth application for interim compensation for services that has been filed with the Bankruptcy Court by Woodcock and the second application for services in the quarter January – March 2004. The following applications have been filed previously with the Court:

Period Covered	Date Filed	Requested Fees	Requested Disbursements
1/1 – 1/31/03	June 9, 2003	\$11,423.35	\$184.10
2/1 – 2/28/03	June 9, 2003	29,216.00	684.22
3/1 – 3/31/03	June 9, 2003	14,351.00	647.43
4/1 – 4/30/03	June 3, 2003	14,268.50	244.41
5/1 – 5/31/03	July 11, 2003	20,293.50	703.19
6/1 – 6/30/03	August 1, 2003	24,087.00	2,822.23
7/1 – 7/31/03	September 18, 2003	14,157.50	1,834.84
8/1/ - 8/31/03	October 17, 2003	5,120.00	2,346.40
9/1 – 9/30/03	November 6, 2003	18,536.00	2,143.81
10/1 – 10/31/03	December 16, 2003	26,622.50	7,747.17
11/1 – 11/30/03	January 23, 2004	46,329.50	22.29
12/1 – 12/31/03	February 11, 2004	60,218.00	13,537.76
1/1 – 1/31/04	March 29, 2004	117,384.00	34,007.41
TOTAL		\$356,848.35	\$66,925.25

All fees and expenses for which compensation is sought in the current application were rendered by Applicant in connection with the specific matter for which it was retained as special litigation counsel: Representation of Debtor as intervening defendant in *David B. Bartholic and Intercat, Inc. v. Nol-Tec Systems, Inc. and W.R. Grace & Co.-Conn.*, civil action 03-CV-4886 (RHK/AJB), pending in the United States District Court for the District of Minnesota. Except for the fees specifically identified in the attached detail as “Fee Application, Applicant” or “Travel Time,” all fees for which application is made were in the category “Litigation and Litigation Consulting” in the Intercat case.

Applicant’s attorneys and other professionals who rendered professional services during this Fee Period are:

Name of Professional	Position with the Applicant	Year Admitted to Bar	Department	Hourly Billing Rate	Total Billed Hours	Total Fees Generated
Gary H. Levin	Partner	1976	IP Litigation	\$460.00	38.40	\$17,664.00
David R. Bailey	Partner	1990	IP Litigation	\$380.00	0.0	\$0.00
Chad E. Ziegler	Associate	1997	IP Litigation	\$290.00	50.1	\$14,529.00
Frank T. Carroll	Associate	1998	IP Litigation	\$270.00	22.7	\$6,129.00
Karen Whitney	Associate	2001	IP Litigation	\$210.00	86.4	\$18,144.00
Larry Labella	Paralegal	-	IP Litigation	\$130.00	75.0	\$9,750.00

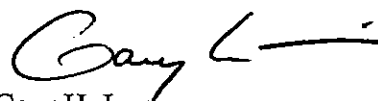
Total Fees: \$66,216.00

Blended Rate: \$242.91

With respect to disbursements for which compensation is requested, out-going fax charges are billed at no higher than \$1/page (with no charge for incoming faxes), charges for outside copy services are billed at actual cost (for this period, \$11,740.78 because of extensive document production), and charges for standard in-house copying are billed at no more than \$0.15/page.

**WHEREFORE**, Applicant respectfully requests (a) that an allowance be made to it, as fully described above for (i) 80% of the amount of \$66,216.00 for reasonable and necessary professional services Applicant has rendered to the Debtors during the Fee Period (\$52,972.80) and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by applicant during the Fee Period (\$ 16,476.09); and (b) that both fees and expenses are payable as administrative expenses of the Debtors' estates.

Respectfully submitted



Gary H. Levin  
Woodcock Washburn LLP  
One Liberty Place – 46<sup>th</sup> Floor  
Philadelphia, PA 19103  
(215) 568-3100  
levin@woodcock.com

Dated: April 5, 2004